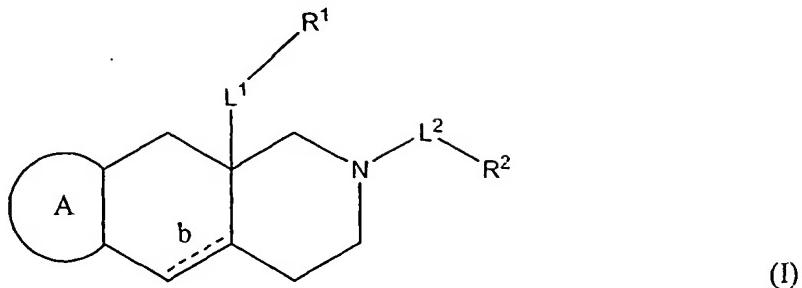


WHAT IS CLAIMED IS:

- 1           1. A compound having the formula:



2           wherein,

3           4       L<sup>1</sup> and L<sup>2</sup> are members independently selected from a bond, -O-, -S-, S(O)-,  
 5           5       -S(O<sub>2</sub>)-, -C(O)-, -C(O)O-, -C(O)NH-, substituted or unsubstituted  
 6           6       alkylene, and substituted or unsubstituted heteroalkylene;  
 7           7       the dashed line b is optionally a bond;  
 8           8       the ring A is a member selected from substituted or unsubstituted 5 to 6  
 9           9       membered heterocycloalkyl, and substituted or unsubstituted heteroaryl;  
 10          10      R<sup>1</sup> is a member selected from hydrogen, substituted or unsubstituted alkyl,  
 11          11      substituted or unsubstituted heteroalkyl, substituted or unsubstituted  
 12          12      cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or  
 13          13      unsubstituted aryl, substituted or unsubstituted heteroaryl, -OR<sup>1A</sup>,  
 14          14      -NR<sup>1C</sup>R<sup>1D</sup>, -C(O)NR<sup>1C</sup>R<sup>1D</sup>, -C(O)OR<sup>1A</sup>, wherein  
 15          15      R<sup>1A</sup> is a member selected from hydrogen, substituted or unsubstituted  
 16          16      alkyl, substituted or unsubstituted heteroalkyl, substituted or  
 17          17      unsubstituted cycloalkyl, substituted or unsubstituted  
 18          18      heterocycloalkyl, substituted or unsubstituted aryl, and substituted or  
 19          19      unsubstituted heteroaryl;  
 20          20      R<sup>1C</sup> and R<sup>1D</sup> are members independently selected from substituted or  
 21          21      unsubstituted alkyl, substituted or unsubstituted heteroalkyl,  
 22          22      substituted or unsubstituted cycloalkyl, substituted or unsubstituted  
 23          23      heterocycloalkyl, substituted or unsubstituted aryl, and substituted or  
 24          24      unsubstituted heteroaryl,  
 25          25      wherein R<sup>1C</sup> and R<sup>1D</sup> are optionally joined to form a substituted or  
 26          26      unsubstituted ring with the nitrogen to which they are attached,

THIS PAGE BLANK (USPTO)

wherein said ring optionally comprises an additional ring nitrogen, and

$R^2$  is a member selected from substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl,  $-S(O_2)R^{2A}$ ,  $-S(O_2)NR^{2B}R^{2C}$ , and  $=NOR^{2D}$ , wherein  $R^{2A}$ ,  $R^{2B}$ ,  $R^{2C}$ , and  $R^{2D}$  are members independently selected from substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, and substituted or unsubstituted heteroaryl.

2. The compound of claim 1, wherein A is a member selected from:  
unsubstituted 5 to 6 membered heterocycloalkyl comprising at least one  
heteroatom selected from N, O and S;  
substituted 5 to 6 membered heterocycloalkyl comprising 1 to 3 substituents  
and at least one ring heteroatom selected from N, O and S;  
unsubstituted aryl comprising at least one heteroatom selected from N, O and  
S; and  
substituted aryl comprising 1 to 3 substituents and at least one ring  
heteroatom selected from N, O and S.

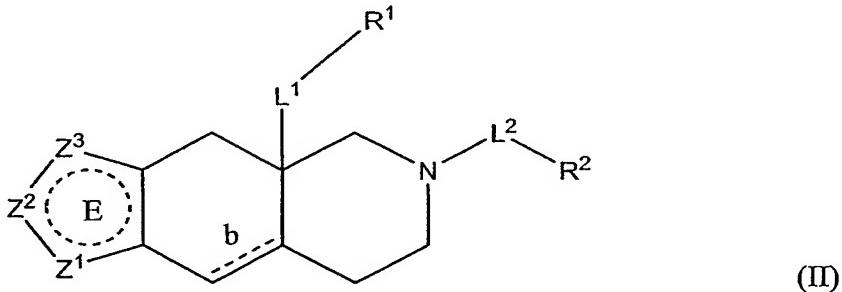
3. The compound of claim 1, wherein A is a member selected from unsubstituted pyrrolidinyl, substituted or unsubstituted pyrrolyl, substituted or pyrazolyl, substituted or unsubstituted imidazolyl, substituted or unsubstituted oxazolyl, substituted or unsubstituted isoxazolyl, unsubstituted thienyl, substituted or unsubstituted thiazolyl, substituted or isothiazolyl, substituted or unsubstituted pyridinyl, substituted or pyrimidinyl, and substituted or unsubstituted pyrazinyl.

4. The compound of claim 1, wherein A is a substituted or unsubstituted

1           5. The compound of claim 1, wherein A is substituted with a member  
 2 selected from hydrogen, substituted or unsubstituted alkyl, substituted or unsubstituted  
 3 heteroaryl, substituted or unsubstituted aryl, -NR<sup>3A</sup>R<sup>3B</sup>, and -OR<sup>3C</sup>, wherein  
 4 R<sup>3A</sup> and R<sup>3B</sup> are members independently selected from hydrogen, substituted  
 5 or unsubstituted alkyl, substituted or unsubstituted heteroalkyl,  
 6 substituted or unsubstituted heterocycloalkyl, and substituted or  
 7 unsubstituted heteroaryl, wherein  
 8 R<sup>3A</sup> and R<sup>3B</sup> are optionally joined to form a substituted or unsubstituted  
 9 ring with the nitrogen to which they are attached, wherein said ring  
 10 optionally comprises an additional ring heteroatom, and  
 11 R<sup>3C</sup> is a member selected from substituted or unsubstituted alkyl, substituted  
 12 or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl,  
 13 substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted  
 14 aryl, and substituted or unsubstituted heteroaryl.

1           6. The compound of claim 5, wherein A is substituted with a member  
 2 selected from hydrogen, substituted or unsubstituted alkyl, substituted or unsubstituted aryl,  
 3 and substituted or unsubstituted heteroaryl.

1           7. The compound of claim 1 having the formula



3           wherein,

4           the dashed ring represents unsaturated, partially saturated, or fully saturated  
 5 bonds within ring E;

6           Z<sup>1</sup> is a member selected from -NR<sup>5</sup>-, =N-, -O-, and -S-, wherein

7           R<sup>5</sup> is a member selected from hydrogen, substituted or unsubstituted  
 8 alkyl, substituted or unsubstituted heteroalkyl, substituted or  
 9 unsubstituted cycloalkyl, substituted or unsubstituted

heterocycloalkyl, substituted or unsubstituted heteroaryl, and  
substituted or unsubstituted aryl;

$Z^2$  is a member selected from  $-\text{CR}^{6A}\text{R}^{6B}-$ ,  $=\text{CR}^{6A}-$ ,  $-\text{C}(\text{O})-$ ,  $-\text{NR}^{6C}-$ ,  $=\text{N}-$ ,  $-\text{O}-$ ,  
 $-\text{S}-$ ,  $-\text{CR}^{6A}\text{R}^{6B}-\text{NR}^{6C}-$ ,  $=\text{CR}^{6A}-\text{NR}^{6C}-$ ,  $-\text{CR}^{6A}=\text{N}-$ ,  $-\text{CR}^{6A}\text{R}^{6B}-\text{N}=$ , and  
 $=\text{CR}^{6A}-\text{N}=$ , wherein

$R^{6C}$  is a member selected from hydrogen, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, and substituted or unsubstituted heteroaryl,

$R^{6A}$  and  $R^{6B}$  are members independently selected from hydrogen, substituted or unsubstituted alkyl, substituted or unsubstituted heteroaryl, substituted or unsubstituted aryl,  $-NR^{6A1}R^{6A2}$ , and  $-OR^{6A3}$ , wherein

$R^{6A1}$  and  $R^{6A2}$  are members independently selected from hydrogen, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, and substituted or unsubstituted heteroaryl, wherein

$R^{6A1}$  and  $R^{6A2}$  are optionally joined to form a substituted or unsubstituted ring with the nitrogen to which they are attached, wherein said ring optionally comprises an additional heteroatom, and

$R^{6A3}$  is a member selected from substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, and substituted or unsubstituted heteroaryl,

wherein R<sup>6A</sup> and R<sup>6C</sup> are optionally joined together to form a substituted or unsubstituted ring, wherein said ring optionally comprises an additional ring heteroatom;

$Z^3$  is a member selected from -CR<sup>7A</sup>R<sup>7B</sup>-, =CR<sup>7A</sup>-, -C(O)-, -NR<sup>7C</sup>-, =N-, -O-, and -S-, wherein

43            $R^{7C}$  is a member selected from hydrogen, substituted or unsubstituted  
44           alkyl, substituted or unsubstituted heteroaryl, and substituted or -  
45           unsubstituted aryl,  
46            $R^{7A}$  and  $R^{7B}$  are independently selected from hydrogen, substituted or  
47           unsubstituted alkyl, substituted or unsubstituted heteroaryl,  
48           substituted or unsubstituted aryl,  $-NR^{7A1}R^{7A2}$ , and  $-OR^{7A3}$ , wherein  
49            $R^{7A1}$  and  $R^{7A2}$  are members independently selected from hydrogen,  
50           substituted or unsubstituted alkyl, substituted or unsubstituted  
51           heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or  
52           unsubstituted heterocycloalkyl, substituted or unsubstituted aryl,  
53           and substituted or unsubstituted heteroaryl, wherein  
54            $R^{7A1}$  and  $R^{7A2}$  are optionally joined to form a substituted or  
55           unsubstituted ring with the nitrogen to which they are  
56           attached, wherein said ring optionally comprises an additional  
57           ring heteroatom, and  
58            $R^{7A3}$  is a member selected from substituted or unsubstituted alkyl,  
59           substituted or unsubstituted heteroalkyl, substituted or  
60           unsubstituted cycloalkyl, substituted or unsubstituted  
61           heterocycloalkyl, substituted or unsubstituted aryl, and substituted  
62           or unsubstituted heteroaryl;  
63           wherein  $R^5$  is optionally joined with  $R^{6A}$  or  $R^{6C}$  to form a substituted or  
64           unsubstituted ring, wherein said ring optionally comprises an additional  
65           ring heteroatom;  
66           wherein  $R^{7A}$  is optionally joined with  $R^{6A}$  or  $R^{6C}$  to form a substituted or  
67           unsubstituted ring, wherein said ring optionally comprises an additional  
68           ring heteroatom; and  
69           wherein  $R^{7C}$  is optionally joined with  $R^{6A}$  or  $R^{6C}$  to form a substituted or  
70           unsubstituted ring, wherein said ring optionally comprises an additional  
71           ring heteroatom.

- 1           8.       The compound of claim 7, wherein  
2            $Z^1$  is  $-NR^5-$ ;  
3            $Z^2$  is  $=N-$ ; and  
4            $Z^3$  is  $=CR^{7A}-$ .

1           **9.**       The compound of claim **8**, wherein

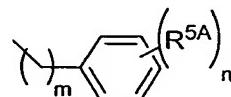
2           R<sup>7A</sup> is hydrogen; and

3           R<sup>5</sup> is a member selected from hydrogensubstituted or unsubstituted aryl,

4           substituted or unsubstituted heteroaryl, substituted or unsubstituted arylalkyl and substituted

5           or unsubstituted heteroarylalkyl.

1           **10.**      The compound of claim **7**, wherein R<sup>5</sup> has the formula:



(VI)

2           wherein,

3           R<sup>5A</sup> is a member selected from hydrogen, halogen, -OR<sup>5A1</sup>, -NR<sup>5A2</sup>R<sup>5A3</sup>,

4           -S(O<sub>2</sub>)NR<sup>5A2</sup>R<sup>5A3</sup>, -CN, substituted or unsubstituted alkyl, substituted or

5           unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl,

6           substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted

7           aryl, and substituted or unsubstituted heteroaryl, wherein

8           R<sup>5A1</sup> is a member selected from hydrogen, substituted or unsubstituted

9           alkyl, substituted or unsubstituted heteroalkyl, substituted or

10          unsubstituted cycloalkyl, substituted or unsubstituted

11          heterocycloalkyl, substituted or unsubstituted aryl, and substituted or

12          unsubstituted heteroaryl, and

13          R<sup>5A2</sup> and R<sup>5A3</sup> are members independently selected from hydrogen,

14          substituted or unsubstituted alkyl, substituted or unsubstituted

15          heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or

16          unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, and

17          substituted or unsubstituted heteroaryl;

18          m is an integer from 0 to 10; and

19          n is an integer from 1 to 5.

1           **11.**      The compound of claim **10**, wherein

2           n is 1;

3           m is 0 or 1; and

4           R<sup>5A1</sup>, R<sup>5A2</sup> and R<sup>5A3</sup> are hydrogen.

1           **12.**      The compound of claim **7**, wherein

2           Z<sup>1</sup> is -NR<sup>5</sup>-;  
 3           Z<sup>2</sup> is =CR<sup>6A</sup>-; and  
 4           Z<sup>3</sup> is =N-.

1           13.   The compound of claim 12, wherein R<sup>5</sup> is a member selected from  
 2   hydrogen and substituted or unsubstituted aryl.

1           14.   The compound of claim 8, wherein R<sup>5</sup> and R<sup>7A</sup> are hydrogen and b is  
 2   a bond.

1           15.   The compound of claim 1, wherein R<sup>1</sup> is a member selected from  
 2   substituted or unsubstituted (C<sub>1</sub>-C<sub>10</sub>) alkyl, substituted or unsubstituted 2-10 membered  
 3   heteroalkyl, substituted or unsubstituted (C<sub>3</sub>-C<sub>7</sub>) cycloalkyl, substituted or unsubstituted 3-7  
 4   membered heterocycloalkyl, substituted or unsubstituted aryl, and substituted or  
 5   unsubstituted heteroaryl.

1           16.   The compound of claim 1, wherein R<sup>1</sup> has the formula:



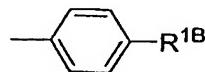
3           wherein,

4           q is an integer selected from 1 to 5;  
 5           R<sup>1B</sup> is a member selected from hydrogen, substituted or unsubstituted alkyl,  
 6           substituted or unsubstituted heteroalkyl, substituted or unsubstituted  
 7           cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or  
 8           unsubstituted aryl, substituted or unsubstituted heteroaryl, -NR<sup>1B1</sup>R<sup>1B2</sup>,  
 9           -OR<sup>1B3</sup>, and -C(O)NR<sup>1B4</sup>R<sup>1B5</sup> wherein  
 10          R<sup>1B1</sup> and R<sup>1B2</sup> are members independently selected from hydrogen,  
 11           substituted alkyl, substituted or unsubstituted heteroalkyl, substituted  
 12           or unsubstituted heterocycloalkyl, and substituted or unsubstituted  
 13           heteroaryl, wherein R<sup>1B1</sup> and R<sup>1B2</sup> are optionally joined to form a  
 14           substituted or unsubstituted ring with the nitrogen to which they are  
 15           attached, wherein said ring optionally comprises an additional ring  
 16           heteroatom, and  
 17          R<sup>1B3</sup> is a member selected from  
 18           hydrogen,

19                         substituted or unsubstituted heteroalkyl comprising a nitrogen,  
 20                         substituted or unsubstituted heterocycloalkyl comprising a ring  
 21                         nitrogen,  
 22                         substituted or unsubstituted heteroaryl comprising a ring nitrogen,  
 23                         and  
 24                         alkyl substituted with a substituted or unsubstituted heteroalkyl  
 25                         comprising a nitrogen, substituted or unsubstituted  
 26                         heterocycloalkyl comprising a ring nitrogen, and substituted or  
 27                         unsubstituted heteroaryl comprising a ring nitrogen; and  
 28                         R<sup>1B4</sup> and R<sup>1B5</sup> are members independently selected from  
 29                         hydrogen,  
 30                         substituted or unsubstituted heteroalkyl comprising a nitrogen,  
 31                         substituted or unsubstituted heterocycloalkyl comprising a ring nitrogen,  
 32                         substituted or unsubstituted heteroaryl comprising a ring nitrogen, and  
 33                         alkyl substituted with a substituted or unsubstituted heteroalkyl  
 34                         comprising a nitrogen, substituted or unsubstituted heterocycloalkyl  
 35                         comprising a ring nitrogen, and substituted or unsubstituted  
 36                         heteroaryl comprising a ring nitrogen, wherein  
 37                         R<sup>1B4</sup> and R<sup>1B5</sup> are optionally joined to form a substituted or  
 38                         unsubstituted ring with the nitrogen to which they are attached,  
 39                         wherein said ring optionally comprises a heteroatom.

1                         17. The compound of claim 16, wherein  
 2                         q is an integer selected from 1 to 3;  
 3                         R<sup>1B</sup> is a member selected from hydrogen, substituted alkyl, substituted or  
 4                         unsubstituted heteroalkyl, substituted cycloalkyl, substituted or  
 5                         unsubstituted heterocycloalkyl, substituted aryl, and substituted or  
 6                         unsubstituted heteroaryl.

1                         18. The compound of claim 16, wherein R<sup>1</sup> has the formula:



(IV)

2                         wherein,

4                         R<sup>1B</sup> is a member selected from hydrogen, -NR<sup>1B1</sup>R<sup>1B2</sup>, -OR<sup>1B3</sup>, substituted or  
 5                         unsubstituted (C<sub>1</sub>-C<sub>10</sub>) alkyl, substituted or unsubstituted 2-10

6 membered heteroalkyl, substituted or unsubstituted ( $C_3$ - $C_7$ )cycloalkyl,  
7 substituted or unsubstituted 3-7 membered heterocycloalkyl, substituted  
8 or unsubstituted aryl, and substituted or unsubstituted heteroaryl.

1 19. The compound of claim 16, wherein  $R^{1B}$  is a member selected from  
2  $-C(O)NR^{1B4}R^{1B5}$  and substituted or unsubstituted heteroaryl comprising a ring nitrogen,  
3 wherein

4  $R^{1B4}$  and  $R^{1B5}$  are members independently selected from  
5 hydrogen,  
6 substituted or unsubstituted heteroalkyl comprising a nitrogen,  
7 substituted or unsubstituted heterocycloalkyl comprising a ring nitrogen,  
8 substituted or unsubstituted heteroaryl comprising a ring nitrogen, and  
9 alkyl substituted with a substituted or unsubstituted heteroalkyl  
10 comprising a nitrogen, substituted or unsubstituted heterocycloalkyl  
11 comprising a ring nitrogen, and substituted or unsubstituted  
12 heteroaryl comprising a ring nitrogen, wherein  
13  $R^{1B4}$  and  $R^{1B5}$  are optionally joined to form a substituted or  
14 unsubstituted ring with the nitrogen to which they are attached,  
15 wherein said ring optionally comprises a heteroatom.

1 20. The compound of claim 19, wherein  $R^{1B1}$ ,  $R^{1B2}$ ,  $R^{1B3}$ ,  $R^{1B4}$  and  
2  $R^{1B5}$  are members independently selected from hydrogen and a substituted or unsubstituted  
3 ring, wherein said ring optionally comprises a nitrogen atom and at least one additional ring  
4 heteroatom.

1 21. The compound of claim 1, wherein  $R^2$  is a member selected from  
2 substituted or unsubstituted ( $C_1$ - $C_{10}$ ) alkyl, substituted or unsubstituted 2-10 membered  
3 heteroalkyl, substituted or unsubstituted ( $C_3$ - $C_7$ ) cycloalkyl, substituted or unsubstituted 3-7  
4 membered heterocycloalkyl, substituted or unsubstituted aryl, and substituted or  
5 unsubstituted heteroaryl.

1 22. The compound of claim 1,  $R^{2A}$ ,  $R^{2B}$ ,  $R^{2C}$ , and  $R^{2D}$  are members  
2 independently selected from substituted or unsubstituted ( $C_1$ - $C_{10}$ ) alkyl, substituted or  
3 unsubstituted 2-10 membered heteroalkyl, substituted or unsubstituted ( $C_3$ - $C_7$ ) cycloalkyl,

4 substituted or unsubstituted 3-7 membered heterocycloalkyl, substituted or unsubstituted  
 5 aryl, and substituted or unsubstituted heteroaryl.

1           23. The compound of claim 1, R<sup>2</sup> has the formula:



2           wherein,

3           4 R<sup>2G</sup> is a member selected from hydrogen, halogen, substituted or  
 5           5 unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted  
 6           6 or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl,  
 7           7 substituted or unsubstituted aryl, and substituted or unsubstituted  
 8           8 heteroaryl;

9           9 J is a substituted or unsubstituted ring selected from substituted or  
 10          10 unsubstituted (C<sub>3</sub>-C<sub>7</sub>) cycloalkyl, substituted or unsubstituted 3-7  
 11          11 membered heterocycloalkyl, substituted or unsubstituted aryl, and  
 12          12 substituted or unsubstituted heteroaryl;

13          13 t is an integer from 0 to 5; and

14          14 X is a member selected from a bond, -S(O<sub>2</sub>)-, and -S(O<sub>2</sub>)N<sup>2I</sup>-, wherein

15          15 R<sup>2I</sup> is a member selected from hydrogen, substituted or unsubstituted  
 16          16 alkyl, and substituted or unsubstituted heteroalkyl.

1           24. The compound of claim 23, wherein

2           R<sup>2G</sup> is a member selected from hydrogen, substituted or unsubstituted (C<sub>1</sub>-  
 3           C<sub>10</sub>) alkyl, substituted or unsubstituted 2-10 membered heteroalkyl,  
 4           substituted or unsubstituted (C<sub>3</sub>-C<sub>7</sub>)cycloalkyl, substituted or  
 5           unsubstituted 3-7 membered heterocycloalkyl, substituted or  
 6           unsubstituted aryl, and substituted or unsubstituted heteroaryl;

7           J is a substituted or unsubstituted ring selected from substituted or  
 8           unsubstituted 3-7 membered heterocycloalkyl, substituted or  
 9           unsubstituted aryl, and substituted or unsubstituted heteroaryl;

10          t is 1; and

11          R<sup>2I</sup> is hydrogen.

1                   **25.** The compound of claim 23, wherein R<sup>2G</sup> is a branched or unbranched  
2 (C<sub>1</sub>-C<sub>10</sub>)alkyl.

1                   **26.** The compound of claim 23, wherein X is -S(O<sub>2</sub>)-.

1                   **27.** The compound of claim 1, wherein L<sup>1</sup> and L<sup>2</sup> are members  
2 independently selected from a bond and unsubstituted (C<sub>1</sub>-C<sub>6</sub>) alkylene.

1                   **28.** The compound of claim 1, wherein  
2 the dashed line b is a bond;  
3 R<sup>1</sup> is substituted or unsubstituted benzyl; and  
4 R<sup>2</sup> has the formula:



5                   wherein,

6                   R<sup>2G</sup> is a member selected from hydrogen, halogen, substituted or  
7                   unsubstituted alkyl, substituted or unsubstituted heteroalkyl,  
8                   substituted or unsubstituted cycloalkyl, substituted or  
9                   unsubstituted heterocycloalkyl, substituted or unsubstituted  
10                  aryl, and substituted or unsubstituted heteroaryl,

11                  J is a substituted or unsubstituted ring selected from substituted or  
12                  unsubstituted (C<sub>3</sub>-C<sub>7</sub>) cycloalkyl, substituted or unsubstituted  
13                  3-7 membered heterocycloalkyl, substituted or unsubstituted  
14                  aryl, and substituted or unsubstituted heteroaryl,  
15                  

16                  t is an integer from 0 to 5, and

17                  X is -S(O<sub>2</sub>)-;

18                  L<sup>1</sup> is a bond; and

19                  L<sup>2</sup> is a bond.

1                   **29.** A method of treating a disorder or condition through modulating a  
2 glucocorticoid receptor, the method comprising administering to a subject in need of such  
3 treatment, an effective amount of the compound of one of claims 1-28.

1           **30.**    A method of treating a disorder or condition through antagonizing a  
2 glucocorticoid receptor, the method comprising administering to a subject in need of such  
3 treatment, an effective amount of the compound of one of claims 1-28.

1           **31.**    A method of modulating a glucocorticoid receptor including the steps  
2 of contacting a glucocorticoid receptor with an effective amount of the compound of one of  
3 claims 1-28 and detecting a change in the activity of the glucocorticoid receptor.

1           **32.**    A pharmaceutical composition comprising a pharmaceutically  
2 acceptable excipient and the compound of one of claims 1-28.

**THIS PAGE BLANK (USPTO)**